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RECORDATION NO. 23206 FILED

OCT 27 '00 2-32 PM

TS  
SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

October 27, 2000

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Security Interest, a primary document, dated as of October 24, 2000. We request that this document be given the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Security Interest are:

Secured Party:

Banc One Leasing Corporation  
1111 Polaris Parkway, Suite A3  
Columbus, OH 43065

Debtors:

Dana Transport, Inc.  
Dana Container, Inc.  
International Equipment Logistics, Inc.  
210 Essex Avenue East  
Avenel, NJ 07001

A description of the equipment covered by the Memorandum of Security Interest consists of five tank cars numbered TMEX 146, 189, 192, 194, and 199.

PORTLAND, OREGON

WASHINGTON, D.C.

SALEM, OREGON

BEND, OREGON

BALL JANIK LLP

Honorable Vernon A. Williams

October 27, 2000

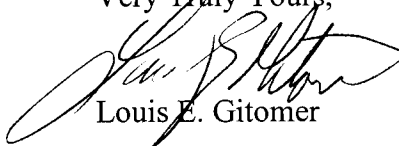
Page 2

A fee of \$ 26.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of Security Interest between Banc One Leasing Corporation, 1111 Polaris Parkway, Suite A3, Columbus, OH 43065, and Millennium Inorganic Chemicals Inc., 200 International Circle, Suite 500, Hunt Valley, MD 21031, covering five tank cars numbered TMEX 146, 189, 192, 194, and 199.

Very Truly Yours,

A handwritten signature in dark ink, appearing to read "Louis E. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosures

OCT 27 '00

2:32 PM

## MEMORANDUM OF SECURITY INTEREST

## SURFACE TRANSPORTATION BOARD

This Memorandum of Security Interest, dated as of October 24, 2000, is by and between BANC ONE LEASING CORPORATION ("Company"), 1111 Polaris Parkway, Suite A3 (OH1-1085), Columbus, OH 43240, and DANA TRANSPORT, INC., DANA CONTAINER, INC. and INTERNATIONAL EQUIPMENT LOGISTICS, INC. (collectively referred to as "Purchaser"), with an address of 210 Essex Avenue, Avenel, NJ 07001.

1. The Company and Purchaser have entered into a Master Lease Agreement with a Financing Lease Schedule No. 1000106741 dated as of May 6, 2000 (the "MLA").

2. Pursuant to the MLA Purchaser grants to the Company a first lien on and security interest in all of Purchaser's right, title and interest in and to five railroad tankcars, described as 25498 WG, 110-1/4 ID, C&I DOT111A100W1 with serial numbers TMEX 194, Serial #546067; TMEX 192, Serial # 546065; TMEX 189, Serial # 546062; TMEX 146, Serial # 546019 and TMEX 199, Serial # 546072.

This document may be signed in any number of counterparts, each of which shall be an original and all of which shall be a part of this Memorandum of Security Interest.

IN WITNESS WHEREOF, each of the parties hereto have caused this MEMORANDUM OF SECURITY INTEREST to be executed by its duly authorized officer as of the date first above written.

## BANC ONE LEASING CORPORATION

By: [Signature]  
Name: Jaqueline M. Walls  
Title: Legal Counsel

## DANA TRANSPORT, INC.

By: [Signature]  
Name: Ronald B. Dana  
Title: President

## DANA CONTAINER, INC.

By: [Signature]  
Name: Ronald B. Dana  
Title: President

## INTERNATIONAL EQUIPMENT LOGISTICS, INC.

By: [Signature]  
Name: Ronald B. Dana  
Title: President

State of Ohio )  
 ) ss.  
County of Delaware )

On this 26<sup>th</sup> day of October, 2000, before me personally appeared Jacqueline M. Walls to me personally known, who, being by me duly sworn, says that (s)he is Funding Authority of Banc One Leasing Corporation, and that (s)he is duly authorized to sign the foregoing instrument on behalf of Banc One Leasing Corporation, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of Banc One Leasing Corporation.



**PAIGE BAKER**  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES NOV. 1, 2000

Paige Baker  
Notary Public

My commission expires: 11/1/00

State of New Jersey )  
 ) ss.  
County of Middlesex )

On this 24<sup>th</sup> day of October, 2000, before me personally appeared Ronald B. Alajon to me personally known, who, being by me duly sworn, says that (s)he is President of International Equipment Logistics, Inc., and that (s)he is duly authorized to sign the foregoing instrument on behalf of International Equipment Logistics, Inc., and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of International Equipment Logistics, Inc.

Kathleen M. Murphy  
Notary Public

My commission expires: March 25, 2005

State of New Jersey )  
 ) ss.  
County of Middlesex )

**KATHLEEN M. MURPHY**  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires Mar. 25, 2005

On this 24<sup>th</sup> day of October, 2000, before me personally appeared Ronald B. Alajon to me personally known, who, being by me duly sworn, says that (s)he is President of Dana Transport, Inc., and that (s)he is duly authorized to sign the foregoing instrument on behalf of Dana Transport, Inc., and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of Dana Transport, Inc.

Kathleen M. Murphy  
Notary Public

My commission expires: March 25, 2005

**KATHLEEN M. MURPHY**  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires Mar. 25, 2005

State of New Jersey  
County of Middlesex ss.

X On this 24<sup>th</sup> day of October, 2000, before me personally appeared Ronald B. Alana, to me personally known, who, being by me duly sworn, says that (s)he is President of Dana Container, Inc., and that (s)he is duly authorized to sign the foregoing instrument on behalf of Dana Container, Inc., and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of Dana Container, Inc.

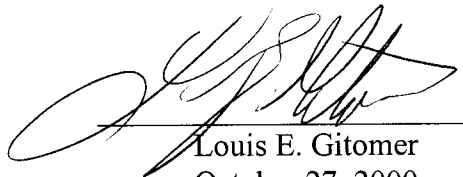
Kathleen M. Murphy  
Notary Public

My commission expires: March 25, 2005

**KATHLEEN M. MURPHY**  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires Mar. 25, 2005

# CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Memorandum of Security Interest dated as of October 24, 2000 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



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Louis E. Gitomer  
October 27, 2000